

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

In re Global Brokerage, Inc. f/k/a FXCM, Inc.
Securities Litigation

Master File No. 1:17-cv-00916-RA-BCM

CLASS ACTION

**STIPULATION AND [PROPOSED]
ORDER FOR APPROVAL OF NOTICE
TO CERTIFIED CLASS**

This Document Relates To: All Actions

This Stipulation is entered into between Class Representatives Shipco Transport Inc. and E-Global Trade and Finance Group, Inc. (“Plaintiffs”) and Defendants Global Brokerage, Inc. f/k/a FXCM, Inc. (the “Company”), Dror Niv, and William Ahdout (collectively, “Defendants,” and together with Plaintiffs, the “Parties”), by and through their respective counsel of record, based on the following:

WHEREAS, by an Order dated March 23, 2021 (ECF No. 232), the Court certified the above-captioned action (“Action”) to proceed as a class action on behalf of a Class consisting of:

All persons and/or entities that purchased or otherwise acquired publicly traded Global Brokerage, Inc., f/k/a FXCM Inc. (“FXCM”) Class A common stock, during the period March 15, 2012 through February 6, 2017, both dates inclusive. Excluded from the Class are: (i) Defendants; (ii) current and former officers, employees, consultants and directors of FXCM and FXCM Holdings, LLC; (iii) siblings, parents, children, spouses, and household members of any person excluded under (i) and (ii); (iv) any entities affiliated with, controlled by, or more than 5% owned by, any person excluded under (i) through (iii); and (v) the legal representatives, heirs, successors or assigns of any person excluded under (i) through (iv).

The Parties, having conferred, stipulate and agree, subject to the Court’s approval, as follows:

1. The Parties agree to the use of the form of the Notice of Pendency of Class Action (“Long Notice”), Postcard Notice, and Summary Notice of Pendency of Class Action (“Summary Notice,” and together with the Long Notice and Postcard, the “Notice”), attached hereto as Exhibits 1-3, respectively.

2. The proposed form and content of the Notice meet the requirements of Rule 23(c)(2)(B), as it clearly and concisely states in plain and easily understood language all of the following: (a) the nature of the Action; (b) the definition of the certified Class; (c) the Class claims, issues or defenses; (d) a Class member’s right to enter an appearance through an attorney if the member so desires; (e) a Class member’s right to be excluded from the Class; (f) the time and manner for requesting exclusion; and (g) the binding effect of a Class judgment on members under Federal Rule of Civil Procedure 23(c)(3). The Notice, method, and schedule set forth below for notifying the Class of the pendency of the Action as a class action meet the requirements of Rule 23 and of due process, constitute the best notice practicable under the circumstances, and shall constitute due and sufficient notice to all persons and entities entitled thereto.

3. Plaintiffs select Strategic Claims Services as the Notice Administrator.

4. The Company shall use reasonable efforts to, within 21 days after entry of this [Proposed] Order for Approval of Notice to Certified Class (“Order”) and at no cost to the Class, have its transfer agent provide or cause to be provided to the Notice Administrator security holder records (consisting of the security holder names, addresses, and email addresses to the extent the transfer agent has access to them) in electronic form, identifying all persons or entities who purchased FXCM Class A common stock during the period March 15, 2012 through February 6, 2017, both dates inclusive (“Class Period”). Class Counsel shall be responsible for all other costs associated with disseminating the Notice.

5. No later than 30 days from entry of the Order (“Notice Date”), the Notice Administrator shall cause the Long Notice, substantially in the form attached hereto as Exhibit 1, to be posted on the Notice Administrator’s website, www.strategicclaims.net/FXCM, from which Class Members may download copies of the Long Notice.

6. No later than the Notice Date, the Notice Administrator shall either (a) email links to the location of the Long Notice on the Notice Administrator’s website to Class Members for whom the Notice Administrator is able to obtain email addresses, or (b) if no email address can be obtained, cause the Postcard Notice, substantially in the form attached hereto as Exhibit 2, to be mailed by first-class mail, postage prepaid, to Class Members at the addresses set forth in the records provided by the Company’s transfer agent pursuant to paragraph 4 above, or who may otherwise be identified with reasonable effort.

7. The Notice Administrator shall use reasonable efforts to give notice to nominee purchasers such as brokerage firms and other persons and entities who may have, for the beneficial interest of any person or entity other than itself or themselves, purchased FXCM Class A common stock during the Class Period. Such nominees shall, within 7 days of receipt of the notice, either: (a) request copies of the Postcard Notice from the Notice Administrator sufficient to mail to all beneficial owners for whom they are nominee or custodian and, within 7 days of receipt of those Postcard Notices, mail the Postcard Notices to all such beneficial owners; (b) request the link to the location of the Long Notice from the Notice Administrator and, within 7 days of receipt of the link, email the links to all beneficial owners for whom they are nominee or custodian; or (c) provide a list of the names, addresses, and email addresses, to the extent email addresses are available, of all such beneficial owners to the Notice Administrator, whereafter the Notice Administrator shall mail the Postcard Notice promptly to such identified beneficial owners. If the Notice Administrator

receives an email address for a beneficial owner, the Notice Administrator shall email the link to the Long Notice to the beneficial owner. Nominees who elect to send the Postcard Notice or link to the Long Notice to their beneficial owners themselves shall send a statement to the Notice Administrator confirming that the mailings and/or emails were sent as directed and shall retain their mailing and/or emailing records for use in connection with any further notices that may be provided in the Action. Upon full compliance with these directions, such nominees may seek reimbursement of their reasonable out-of-pocket expenses incurred in providing notice to beneficial owners, by providing the Notice Administrator with proper documentation supporting the expenses for which reimbursement is sought. The reimbursement to nominees shall not exceed \$0.03 per name, address, and email address provided to the Notice Administrator; \$0.03 per link to the Long Notice actually emailed by nominees; or \$0.03 per Postcard Notice mailed directly to beneficial owners by nominees, plus postage at the pre-sort rate used by the Notice Administrator.

8. Nominees are required to preserve all trading records for transactions in the Class A common stock of FXCM, Inc., now known as Global Brokerage, Inc., from 2012 through 2017.

9. The Notice Administrator shall cause a copy of the Summary Notice, substantially in the form attached hereto as Exhibit 3, to be published once in *Investor's Business Daily* and issued over *GlobeNewswire* within 10 days of the mailing of the Postcard Notice.

10. Class Members shall be bound by all determinations and judgments in this Action, whether favorable or unfavorable, unless such persons and entities request exclusion from the Class in a timely and proper manner, as hereinafter provided. A Class Member wishing to be excluded from the Class shall mail a written request by first class mail, postmarked no later than 60 days from the Notice Date, to the address designated in the Notice. Such request for exclusion shall clearly state that the Class Member requests exclusion from the Class in *In re Global*

Brokerage, Inc. f/k/a FXCM, Inc. Securities Litigation, Case No.: 1:17-cv-916-RA-BCM, and it must: (i) state the name, address and telephone number of the person or entity requesting exclusion; (ii) state the number of shares of FXCM Class A common stock purchased, acquired and/or sold during the Class Period, as well as the dates and prices of each such purchase, acquisition, and/or sale; (iii) be signed by the person or entity requesting exclusion, or an authorized representative thereof; and (iv) include account documentation reflecting the person or entity's purchase and sale of FXCM shares during the Class Period. The request for exclusion shall not be effective unless it provides the required information and is made within the time stated above, or the exclusion is otherwise accepted by the Court.

11. Any Class Member who retains separate counsel in connection with this matter must enter an appearance, as set out in the Notice, no later than 75 days after the Notice Date. Within 80 days after the Notice Date, Class Counsel will forward to counsel for Defendants any notices of appearance that were mailed to Class Counsel but not filed with the Court.

12. Class Counsel shall file with the Court proof of mailing of the Postcard Notice and/or emailing of the links to the Long Notice, proof of publication of the Summary Notice, and proof of posting of the Notice on the Notice Administrator's website within 10 business days following the Summary Notice publication date. Class Counsel shall also file with the Court an affidavit setting forth a list of all persons and entities who have validly and timely requested exclusion from the Class within 14 days following the expiration of the exclusion deadline.

Dated: October 6, 2022

THE ROSEN LAW FIRM, P.A.

/s/Joshua Baker
Phillip Kim
Laurence M. Rosen
Joshua Baker

Dated: October 6, 2022

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Attorneys for Defendants

[PROPOSED] ORDER

Pursuant to the above Stipulation, **IT IS SO ORDERED.**

Dated: _____

HON. RONNIE ABRAMS
UNITED STATES DISTRICT JUDGE